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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC., <u>et al.</u> , ¹	:	Case No. 08-35653-KRH
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	

**ORDER IMPLEMENTING ALTERNATIVE DISPUTE
RESOLUTION PROCEDURES FOR CERTAIN DISPUTED CLAIMS**

Upon the Motion (the “Motion”)² of Alfred H. Siegel (the “Trustee”), the duly appointed trustee of the Circuit City Stores, Inc. Liquidating Trust (the “Trust”), for an Order Implementing Alternative Dispute Resolution Procedures for Certain Disputed Claims, and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion, as modified herein, is in the best interests of creditors and other parties in interest; and it appearing

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective federal tax identifications numbers, are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512).

² Capitalized terms not otherwise defined herein shall have the meanings and definitions ascribed to such terms in the Motion.

that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

.1 The Motion, as modified herein, is GRANTED, and the procedures set forth in Exhibit 2 to this Order (the “ADR Procedures”) are hereby approved and shall govern the ADR Claims listed on Exhibit 1 to this Order, effective as of the date of this Order.

.2 Each person listed on the Approved List of Mediators attached as Exhibit 3 to this Order is hereby approved as an authorized Mediator.

.3 The Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules and the Omnibus Objections Procedures Order shall apply to the ADR Claims, except to the extent that they conflict with the ADR Procedures.

.4 The time periods set forth in this Order and the ADR Procedures shall be calculated in accordance with Bankruptcy Rule 9006(a).

.5 The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

.6 Adequate notice of the relief sought in the Motion has been given and no further notice is required.

.7 The Court retains jurisdiction to hear and determine all matters arising from
or related to the implementation or interpretation of this Order.

Dated: _____, 2013
Richmond, Virginia

The Honorable Kevin R. Huennekens
United States Bankruptcy Judge

WE ASK FOR THIS:

/s/ Paula S. Beran

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Paula S. Beran (VA Bar No. 34679)
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SEEN AND NO OBJECTION:

/s/ Robert B. Van Arsdale

Robert B. Van Arsdale (VSB# 17483)
Assistant U.S. Trustee
Office of the U.S. Trustee
701 East Broad Street, Suite 4304
Richmond, VA 23219
(804) 771-2310
(804) 771-2330 (Facsimile)

CERTIFICATION

I hereby certify that the foregoing proposed Order has been either served on or endorsed by all necessary parties.

/s/ Paula S. Beran

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EXHIBIT 1

(ADR Claims)

Exhibit A

ADR Claims

Claimant	Claim Number	Date Filed	Docketed Amount	Priority of Claim
Glenn Cordell Duncan	2722	1/6/2009	Unliquidated	General Unsecured
Glenn Cordell Duncan	2725	1/6/2009	Unliquidated	General Unsecured
Roy Eisner	3025	1/8/2009	\$10,000,000	General Unsecured
Joanne Eisner	3852	1/14/2009	\$1,000,000	General Unsecured
Joe Evans	3600	1/14/2009	\$2,000,000	General Unsecured
Thomas H. Gibson	3995	1/16/2009	\$250,000	General Unsecured/Priority
Carole Kaylor	Docket no. 11774	3/5/2012	\$35,000	Admin Priority
Brad C. King	3634	1/13/2009	Unliquidated	General Unsecured
Gary R. Lowe	5144	1/23/2009	\$100,000	General Unsecured
Robert E. Marshall	15270	5/16/2012	\$25,000	General Unsecured
James Rollins	14825	3/8/2010	\$150,000	General Unsecured
Mark Stewart	9295	1/30/2009	\$75,000	General Unsecured
Clementine Tinsley	4272	1/19/2009	\$250,000	General Unsecured

EXHIBIT 2

(ADR Procedures)

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Debtors.	:	(Jointly Administered)
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**ALTERNATIVE DISPUTE RESOLUTION
PROCEDURES FOR CERTAIN DISPUTED CLAIMS**

These alternative dispute resolution procedures (the “ADR Procedures”) have been approved by the United States Bankruptcy Court for the Eastern District of Virginia (the “Court”) for use with respect to the claims identified on the scheduled attached hereto as Exhibit A (the “ADR Claims”) filed against the Debtors in the above-captioned bankruptcy cases. The Court approved these ADR Procedures by order dated _____, 2013, entitled *Order*

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective federal tax identifications numbers, are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512).

Implementing Alternate Dispute Resolution Procedures for Certain Disputed Claims [Docket # _____] (the “Order”). Capitalized terms used but not defined in these ADR Procedures shall have the meanings ascribed to them in the Order.

PLEASE REVIEW EXHIBIT A AND THESE ADR PROCEDURES CAREFULLY TO UNDERSTAND HOW THEY IMPACT YOUR CLAIM(S) AGAINST THE DEBTORS.

ADR PROCEDURES

A. Initiation of Mediation Procedures. Pursuant to the Order, the Trust has served these ADR Procedures and the Order on you within ten (10) days of the date on which the Order was entered by the Court.

B. Mandatory Mediation. Mediation is required for all ADR Claims in accordance with the following procedures and timetable:

1. Within sixty (60) days after the date of service of the Order and the ADR Procedures, the parties must have commenced the mediation process by having (a) selected a mediator from the Court approved list of mediators attached hereto as Exhibit B, (b) agreed in writing to the terms of the Mediator, including as to compensation and reimbursement of costs, and (c) scheduled a date for the mediation that is not later than 120 days after the date of service of the ADR Procedures Order.

If a claimant does not select a mediator within thirty (30) days after the date of service of the ADR Procedures Order, then the Trust shall promptly (i) assign a mediator to the case and (ii) so notify the claimant. Each mediator selected by this process shall hereafter be referred to as the “Mediator.”

It is preferred that the mediation occur in Richmond, Virginia. If mediation occurs in Richmond, the Trust shall pay the Mediator’s fees and expenses. If a claimant is

not able or willing to mediate its ADR Claim in Richmond, Virginia, the claimant and the Trust shall each pay one-half of the Mediator's total fees and expenses. The Trust shall also pay all of the Mediator's fees and expenses in connection with any ADR Claim asserted in a face amount of \$250,000 or less. In addition, any claimant, including those whose claims are currently unliquidated, voluntarily may agree to limit his/her claim to \$250,000 in order to so qualify.

2. Unless otherwise agreed in writing by both parties and the Mediator, (a) at least ten (10) days before the scheduled mediation, the parties shall exchange position statements and submit the statements to the Mediator, and (b) the position statements shall not exceed ten (10) pages double-spaced (exclusive of exhibits and schedules) and shall include all documents regarding the Claimant's injuries and damages, as well as expert reports. The Mediator may also require the parties to provide the Mediator with any additional relevant papers and exhibits.

3. The Mediator will preside over the mediation with full authority to determine the nature and order of the parties' presentations. The Mediator may implement additional procedures which are reasonable and practical under the circumstances.

4. The parties will participate in the mediation, as scheduled and presided over by the Mediator, in good faith and with a view toward reaching a consensual resolution. At least one counsel, if any, for each party and a representative of each party having full settlement authority shall attend the mediation in person.

5. The length of time necessary to effectively complete the mediation will be within the Mediator's discretion. The Mediator may also adjourn a mediation that has been

commenced if the Mediator determines that an adjournment is in the best interests of the parties.

6. All proceedings and writings incident to the mediation process, including informal discovery exchanged between the parties, will be considered privileged and confidential, and shall not be reported or admitted in evidence for any reason whatsoever. Nothing stated or exchanged during a mediation shall operate as an admission of liability, wrongdoing or responsibility.

7. The mediation must be finally concluded no later than 180 days after the date of service of the Order.

8. A claimant's failure (a) to submit the required submissions as provided in these ADR Procedures or as may be agreed to by the Mediator or ordered by the Court, or (b) to attend the mediation as required, shall constitute grounds for the disallowance with prejudice of such claimant's ADR Claim and/or the imposition of additional sanctions by the Court.

9. Within ten (10) days after the conclusion of the mediation, the Mediator will file a report which need only state (a) the date that the mediation took place, (b) the names of the parties and counsel that appeared at the mediation, and (c) whether or not the parties resolved the objection to the applicable ADR Claim (the "Mediator's Report").

10. If an ADR Claim is not settled or resolved during the mediation process, then the parties shall appear before the Court for a status conference (the "Status Conference") to take place at the next scheduled omnibus hearing in the bankruptcy cases after the Mediator's Report is filed. The Trust must file with the Court, and serve on the applicable claimant (or his or her attorney), a notice of Status Conference, provided

however, that a minimum of fourteen (14) days' notice of the Status Conference is required.

C. Application of Existing Case Management Orders. Each of (i) the Court's April 1, 2009 *Order Establishing Omnibus Objection Procedures and Approving the Form and Manner of Notice of Omnibus Objections* (Docket No. 2881) (the "Omnibus Objection Procedures Order"); (ii) the Court's November 13, 2008 *Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9001, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures* (Docket No. 130); and (iii) the Court's December 30, 2009 *Supplemental Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9001, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures* [Docket No. 6208] (the "Case Management Order"), remain in full force and effect.

D. Right to Formal Discovery if Informal Discovery is Not Provided. The Trust and the claimants shall exchange informal discovery regarding the ADR Claims, including expert reports and medical records, when applicable. Nothing in the ADR Procedures, however, shall limit the right of the Trust or any claimant to take formal discovery of the other party pursuant to the Omnibus Objection Procedures Order and Federal Rule 9014, if they are unable to obtain relevant information on an informal, voluntary basis.

E. Extensions of Time. Any of the deadlines imposed under paragraph (2) of these ADR Procedures may be extended on written consent (which may be email) of both parties and the Mediator.

F. Additional ADR Claims. The Trust may seek to impose the ADR Procedures on additional disputed claims. Any such request shall be made by motion on notice to the affected claimant.

Dated: _____, 2013

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EXHIBIT B TO ADR PROCEDURES

(List of Approved Mediators)

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	:	
Debtors.	:	(Jointly Administered)
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	:	

LIST OF APPROVED MEDIATORS

Karen M. Crowley, Esquire
Crowley, Liberatore & Ryan, P.C.
Chesapeake, Virginia

Lawrence D. Coppel, Esquire
Gordon, Feinblatt, Rothman Hoffberger & Hollander, LLC
Baltimore, Maryland

Morton A. Faller, Esquire
Shulman Rogers Gandal Pordy Ecker, P.A.
Potomac, Maryland

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Lawrence E. Rifken, Esquire
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McLean, Virginia

Eric Lopez Schnabel, Esquire
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Wilmington, Delaware

Richard L. Wasserman, Esquire
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Baltimore, Maryland

EXHIBIT 3

(List of Approved Mediators)

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